Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation
THE MICK FOUNDATION

A Employer identification number
62-1491417

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
9230 OLD SMYRNA ROAD

B Telephone number
615-373-2470

City or town, state, and ZIP code
BRENTWOOD, TN 37027

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 3,753,113.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	412.	412.		STATEMENT 1
	4	Dividends and interest from securities	85,302.	85,302.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	166,098.			
	b	Gross sales price for all assets on line 6a 1,386,835.				
	7	Capital gain net income (from Part IV, line 2)		166,098.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	290.	290.		STATEMENT 3
	12	Total. Add lines 1 through 11	252,102.	252,102.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	80,000.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 4	4,400.	0.		0.
	c	Other professional fees STMT 5	11,783.	11,783.		0.
	17	Interest				
	18	Taxes STMT 6	13,249.	1,614.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 7	807.	0.		0.
	24	Total operating and administrative expenses. Add lines 13 through 23	110,239.	13,397.		0.
	25	Contributions, gifts, grants paid	194,630.			194,630.
	26	Total expenses and disbursements. Add lines 24 and 25	304,869.	13,397.		194,630.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-52,767.			
	b	Net investment income (if negative, enter -0-)		238,705.		
	c	Adjusted net income (if negative, enter -0-)			N/A	

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			Beginning of year	End of year	
		Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	137,263.	188,525.	188,525.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 8	1,341,523.	1,613,326.	1,713,889.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 9	2,119,056.	1,764,158.	1,850,699.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	3,597,842.	3,566,009.	3,753,113.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶ STATEMENT 10)	5,440.	26,374.	
	23	**Total liabilities** (add lines 17 through 22)	5,440.	26,374.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	3,592,402.	3,539,635.	
	30	**Total net assets or fund balances**	3,592,402.	3,539,635.	
	31	**Total liabilities and net assets/fund balances**	3,597,842.	3,566,009.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,592,402.
2	Enter amount from Part I, line 27a	2	-52,767.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,539,635.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,539,635.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	1,386,835.		1,220,737.	166,098.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				
b				
c				
d				
e				166,098.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	166,098.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	167,922.	3,923,575.	.042798
2009	74,800.	3,602,288.	.020765
2008	97,280.	4,290,677.	.022672
2007	254,293.	5,215,249.	.048760
2006	256,630.	5,061,841.	.050699

2	Total of line 1, column (d)	2	.185694
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.037139
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	4,023,645.
5	Multiply line 4 by line 3	5	149,434.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,387.
7	Add lines 5 and 6	7	151,821.
8	Enter qualifying distributions from Part XII, line 4	8	194,630.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	2,387.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	2,387.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	2,387.
6	Credits/Payments:				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	4,690.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	4,690.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	2,303.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 2,303. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.MICKFOUNDATION.COM

14 The books are in care of ▶ JOHN MICK Telephone no. ▶ (615)373-2470

Located at ▶ 9230 OLD SMYRNA RD,, BRENTWOOD, TN ZIP+4 ▶ 37027

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		Yes	No
16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a During the year did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b If any answer is "Yes" to 1a(1)-(6), did *any of the acts fail to qualify under the exceptions described in Regulations* section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ▶ ________, ________, ________, ________			
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ ________, ________, ________, ________			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b If "Yes," *did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after* May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)* N/A	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b | |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b | |

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROGER E MICK 9230 OLD SMYRNA ROAD BRENTWOOD, TN 37027	DIR/PRESIDENT 1.00	0.	0.	0.
BARBARA D MICK 9230 OLD SMYRNA ROAD BRENTWOOD, TN 37027	DIR/SECRETARY 1.00	0.	0.	0.
JOHN R MICK 9230 OLD SMYRNA ROAD BRENTWOOD, TN 37027	DIR/VICE PRESIDENT 40.00	80,000.	0.	0.
JENNIFER MICK MCKENZIE 9230 OLD SMYRNA ROAD BRENTWOOD, TN 37027	DIR/VICE PRESIDENT 1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	0.
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:				
a	Average monthly fair market value of securities			1a	4,059,225.
b	Average of monthly cash balances			1b	25,694.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	4,084,919.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	4,084,919.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	61,274.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	4,023,645.
6	**Minimum investment return.** Enter 5% of line 5			6	201,182.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	201,182.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,387.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,387.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	198,795.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	198,795.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	198,795.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	194,630.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	194,630.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	2,387.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	192,243.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				198,795.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			176,692.	
b Total for prior years: ______, ______, ______		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶$ 194,630.				
a Applied to 2010, but not more than line 2a			176,692.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				17,938.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				180,857.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

ROGER E MICK

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

JOHN MICK, 615-373-2470
9230 OLD SMYRNA RD., BRENTWOOD, TN 37027

b The form in which applications should be submitted and information and materials they should include:

N/A

c Any submission deadlines:

N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

THE FOUNDATION ONLY MAKES CONTRIBUTIONS TO CHARITABLE ORGANIZATIONS THAT QUALIFY UNDER IRC SECTION 501(C)(3) OR AS PUBLIC CHARITIES.

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED STATEMENT NASHVILLE, TN	NO RELATIONSHIP	PUBLIC CHARITY	CHARITABLE	194,630.
Total			▶ 3a	194,630.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	412.	
4 Dividends and interest from securities			14	85,302.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	290.	
8 Gain or (loss) from sales of assets other than inventory			18	166,098.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		252,102.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 252,102.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	NOT APPLICABLE

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

▶ Signature of officer or trustee | 11-14-12 Date | ▶ Vice President Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
S.L. PILSON		11/13/12		P00964990

Firm's name ▶ LATTIMORE BLACK MORGAN & CAIN, P.C.

Firm's EIN ▶ 62-1199757

Firm's address ▶ P.O. BOX 1869
BRENTWOOD, TN 37024-1869

Phone no. (615)377-4600

THE MICK FOUNDATION

CONTINUATION FOR 990-PF, PART IV
62-1491417 PAGE 1 OF 1

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	JP MORGAN - SEE ATTACHED STATEMENT	P		
b	JP MORGAN - SEE ATTACHED STATEMENT	P		
c	JP MORGAN - CAPITAL GAIN DISTRIBUTIONS	P		
d	DB POWERSHARES	P		
e	DB POWERSHARES	P		
f	DB POWERSHARES	P		
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	374,297.		341,411.	32,886.
b	977,659.		875,536.	102,123.
c	34,879.			34,879.
d			261.	-261.
e			59.	-59.
f			3,470.	-3,470.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				32,886.
b				102,123.
c				34,879.
d				-261.
e				-59.
f				-3,470.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	166,098.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

The Mick Foundation
EIN: 62-1491417
12/31/2011

ATTACHMENT: Foundation Grants Paid

Name	Purpose	Amount	City and State
Franklin Road Academy	CHARITABLE	39,080	Nashville, TN
Martin Centeil	CHARITABLE	2,000	Brentwood, TN
Donelson Church of Christ	CHARITABLE	1,000	Nashville, TN
Agape	CHARITABLE	12,500	Nashville, TN
FOP	CHARITABLE	2,000	Nashville, TN
STARS	CHARITABLE	550	Nashville, TN
Lighthouse	CHARITABLE	25,000	Nashville, TN
March of Dimes	CHARITABLE	5,000	Nashville, TN
Junior Achievement	CHARITABLE	10,000	Nashville, TN
Tennessee Gold Foundation	CHARITABLE	10,000	Nashville, TN
Harding Academy	CHARITABLE	10,000	Nashville, TN
Hope Clinic	CHARITABLE	5,000	Nashville, TN
Hands on Nashville	CHARITABLE	7,500	Nashville, TN
Brentwood Library Foundation	CHARITABLE	5,000	Brentwood, TN
Brentwood Historical Commission	CHARITABLE	5,000	Brentwood, TN
Interfaith Dental	CHARITABLE	5,000	Nashville, TN
Nashville Children's Theatre	CHARITABLE	5,000	Nashville, TN
Inner City Ministries	CHARITABLE	10,000	Nashville, TN
University of Kentucky	CHARITABLE	25,000	Lexington, KY
Brentwood Blaze	CHARITABLE	5,000	Brentwood, TN
The Kyle Hutchison Foundation	CHARITABLE	5,000	Nashville, TN
Total Grants paid for 2010		194,630	

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost
US Large Cap Equity				
ABBOTT LABORATORIES 002824-10-0 ABT	56.23	61.000	3,430.03	2,823 73

	Price	Quantity	Value	Adjusted Tax Cost Original Cost
US Large Cap Equity				
ACE LTD NEW H0023R-10-5 ACE	70 12	50.000	3,506.00	2,638.45
ALLERGAN INC 018490-10-2 AGN	87.74	22.000	1,930.28	1,895.68
AMAZON COM INC 023135-10-6 AMZN	173.10	38.000	6,577.80	5,145.57
ANADARKO PETROLEUM CORP 032511-10-7 APC	76.33	45.000	3,434.85	3,316.91
APPLE INC. 037833-10-0 AAPL	405.00	45.000	18,225.00	6,855.26
AT&T INC 00206R-10-2 T	30.24	136.000	4,112.64	4,879.17
AUTOZONE INC 053332-10-2 AZO	324.97	7.000	2,274.79	2,012.41
BAIDU INC SPONS ADR 056752-10-8 BIDU	116.47	14.000	1,630.58	1,288.69
BAKER HUGHES INC 057224-10-7 BHI	48.64	30.000	1,459.20	1,715.53
BANK OF AMERICA CORP 060505-10-4 BAC	5.56	336.000	1,868.16	6,092.07
BIOGEN IDEC INC 09062X-10-3 BIIB	110.05	39.000	4,291.95	2,361.83
BROADCOM CORP CL A 111320-10-7 BRCM	29.36	35.000	1,027.60	1,163.35

	Price	Quantity	Value	Adjusted Tax Cost Original Cost
US Large Cap Equity				
CAMERON INTERNATIONAL CORPORATION 13342B-10-5 CAM	49.19	28.000	1,377.32	1,487.45
CAMPBELL SOUP COMPANY 134429-10-9 CPB	33.24	75.000	2,493.00	2,691.24
CAPITAL ONE FINANCIAL CORP 14040H-10-5 COF	42.29	59.000	2,495.11	2,687.89
CARDINAL HEALTH INC 14149Y-10-8 CAH	40 61	100.000	4,061.00	3,291.24
CARNIVAL CORPORATION 143658-30-0 CCL	32.64	85.000	2,774.40	2,827.20
CBS CORP CLASS B W/I 124857-20-2 CBS	27.14	144.000	3,908.16	3,903.02
CELGENE CORPORATION 151020-10-4 CELG	67.60	55.000	3,718.00	2,738.62
CENTERPOINT ENERGY INC 15189T-10-7 CNP	20.09	206.000	4,138.54	3,548.15
CISCO SYSTEMS INC 17275R-10-2 CSCO	18.08	322.000	5,821.76	3,463.35
CITIGROUP INC NEW 172967-42-4 C	26 31	127.000	3,341.37	4,636.68
CITRIX SYSTEMS INC 177376-10-0 CTXS	60.72	25.000	1,518.00	1,443.14
COCA-COLA CO 191216-10-0 KO	69.97	40.000	2,798.80	2,735.50

	Price	Quantity	Value	Adjusted Tax Cost Original Cost
US Large Cap Equity				
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A 192446-10-2 CTSH	64.31	61.000	3,922.91	3,223.61
COLGATE PALMOLIVE CO 194162-10-3 CL	92.39	30.000	2,771.70	2,357 06
COMCAST CORP CL A 20030N-10-1 CMCS A	23.71	120.000	2,845.20	2,120.62
CONOCOPHILLIPS 20825C-10-4 COP	72.87	77.000	5,610.99	3,675.54
COVIDIEN PLC NEW G2554F-11-3 COV	45.01	74.000	3,330.74	3,100.21
CVS CAREMARK CORPORATION 126650-10-0 CVS	40.78	50.000	2,039.00	1,270.85
DARDEN RESTAURANTS INC 237194-10-5 DRI	45.58	30.000	1,367.40	1,274.09
DB REN SPX 2/29/12 2XLEV-8.5%CAP-17%MAXPYMT INITIAL LEVEL-2/11/11 SPX: 1329.15 2515A1-3T-6	94.86	50,000.000	47,430.00	50,000.00
DEVON ENERGY CORP 25179M-10-3 DVN	62.00	20.000	1,240.00	1,270.83
DOMINION RESOURCES INC VA 25746U-10-9 D	53.08	40.000	2,123.20	2,015.84
E I DU PONT DE NEMOURS & CO 263534-10-9 DD	45.78	145.000	6,638.10	5,469.10

US Large Cap Equity

	Price	Quantity	Value	Adjusted Tax Cost Original Cost
E M C CORP MASS 268648-10-2 EMC	21.54	100.000	2,154.00	2,042.07
EMERSON ELECTRIC CO 291011-10-4 EMR	46.59	57.000	2,655.63	3,082.01
EOG RESOURCES INC 26875P-10-1 EOG	98.51	19.000	1,871.69	1,388.91
EXXON MOBIL CORP 30231G-10-2 XOM	84.76	109.000	9,238.84	3,164.19
FREEPORT-MCMORAN COPPER & GOLD INC **CL B** 35671D-85-7 FCX	36.79	59.000	2,170.61	1,682.39
GENERAL MILLS INC 370334-10-4 GIS	40.41	70.000	2,828.70	2,059.88
GENERAL MOTORS CO 37045V-10-0 GM	20.27	105.000	2,128.35	3,595.21
GENERAL ELECTRIC CO 369604-10-3 GE	17.91	170.000	3,044.70	2,765.20
GLOBAL PAYMENTS INC 37940X-10-2 GPN	47.38	30.000	1,421.40	1,464.90
GOLDMAN SACHS GROUP INC 38141G-10-4 GS	90.43	40.000	3,617.20	4,085.47
GS BREN SPX 10/03/12 10%BUFFER-2 XLEV- 9.1%CAP 18.2%MAXRTRN INITIAL LEVEL-09/16/11 SPX. 1,216.01 38143U-E4-9	103.16	50,000.000	51,577.50	50,000.00

US Large Cap Equity

	Price	Quantity	Value	Adjusted Tax Cost Original Cost
GS CONT BUFF EQ SPX 04/20/12 75% CONTIN BARRIER - 12.75%CPN-30%CAP INITIAL LEVEL-10/08/10 SPX: 1,165.15 38143U-NJ-6	112.26	40,000.000	44,904.40	40,000.00
HOME DEPOT INC 437076-10-2 HD	42.04	50.000	2,102.00	1,689.14
HONEYWELL INTERNATIONAL INC 438516-10-6 HON	54.35	75.000	4,076.25	3,084.32
HSBC BREN SPX 12/19/12 10%BUFFER-2 XLEV- 9.5%CAP 19%MAXRTRN INITIAL LEVEL-12/02/11 SPX:1244.28 4042K1TX1 4042K1-TX-1	101.38	95,000.000	96,311.00	95,000.00
HUMANA INC 444859-10-2 HUM	87.61	53.000	4,643.33	4,131.44
INTERCONTINENTAL EXCHANGE INC 45865V-10-0 ICE	120.55	9.000	1,084.95	1,004.54
INVESCO LTD G491BT-10-8 IVZ	20.09	135.000	2,712.15	2,658.34
JOHNSON & JOHNSON 478160-10-4 JNJ	65.58	85.000	5,574.30	5,347.99
JOHNSON CONTROLS INC 478366-10-7 JCI	31.26	210.000	6,564.60	3,848.68
JPM INTREPID AMERICA FD - SEL 4812A2-10-8 JPIA X	22.71	4,129.673	93,784.87	95,973.60

	Price	Quantity	Value	Adjusted Tax Cost Original Cost
US Large Cap Equity				
JPM INTREPID VALUE FD - SEL 4812A2-30-6 JPIV X	22.38	3,454.901	77,320.68	84,000.00
JPM LARGE CAP GROWTH FD - SEL 4812C0-53-0 SEEG X	21.46	3,708.855	79,592.03	80,000.00
JUNIPER NETWORKS INC 48203R-10-4 JNPR	20.41	175.000	3,571.75	4,008.40
KRAFT FOODS INC CLASS A 50075N-10-4 KFT	37 36	138.000	5,155.68	4,764.03
LAM RESEARCH CORP 512807-10-8 LRCX	37 02	20.000	740.40	877.38
LENNAR CORP 526057-10-4 LEN	19.65	90.000	1,768.50	1,354.28
LOWES COMPANIES INC 548661-10-7 LOW	25.38	229.000	5,812.02	4,931.49
MASTERCARD INC - CLASS A 57636Q-10-4 MA	372.82	6.000	2,236.92	1,096.87
MERCK AND CO INC 58933Y-10-5 MRK	37.70	261.000	9,839.70	8,613.45
METLIFE INC 59156R-10-8 MET	31.18	145.000	4,521.10	5,330.79
MICROS SYSTEMS INC 594901-10-0 MCRS	46.58	19.000	885.02	953.41
MICROSOFT CORP 594918-10-4 MSFT	25.96	468.000	12,149.28	10,953.34
MONSANTO CO 61166W-10-1 MON	70.07	23.000	1,611.61	1,603.87

	Price	Quantity	Value	Adjusted Tax Cost Original Cost
US Large Cap Equity				
NETAPP INC 64110D-10-4 NTAP	36.27	30.000	1,088.10	1,069.21
NEXTERA ENERGY INC 65339F-10-1 NEE	60.88	45.000	2,739.60	2,570.37
NIKE INC B 654106-10-3 NKE	96.37	40.000	3,854.80	2,482.16
NORFOLK SOUTHERN CORP 655844-10-8 NSC	72.86	110.000	8,014.60	4,348.67
OCCIDENTAL PETROLEUM CORP 674599-10-5 OXY	93.70	92.000	8,620.40	6,514.88
ORACLE CORP 68389X-10-5 ORCL	25.65	200.000	5,130.00	4,587.12
PACCAR INC 693718-10-8 PCAR	37.47	100.000	3,747.00	3,627.93
PFIZER INC 717081-10-3 PFE	21.64	357.000	7,725.48	5,140.60
PIONEER NATURAL RESOURCES CO 723787-10-7 PXD	89.48	14.000	1,252.72	1,041.79
PROCTER & GAMBLE CO 742718-10-9 PG	66.71	105.000	7,004.55	2,266.07
PRUDENTIAL FINANCIAL INC 744320-10-2 PRU	50.12	64.000	3,207.68	2,555.27
QUALCOMM INC 747525-10-3 QCOM	54.70	97.000	5,305.90	2,049.39
SCHLUMBERGER LTD 806857-10-8 SLB	68.31	99.000	6,762.69	8,272.12

US Large Cap Equity

	Price	Quantity	Value	Adjusted Tax Cost Original Cost
SG CONT BUFF EQ SPX 04/18/12 80% CONTIN BARRIER- 3%CPN 20% CAP INITIAL LEVEL-04/01/11 SPX:1,332.41 78423A-N3-2	96.79	30,000.000	29,037.00	30,000.00
SOUTHWESTERN ENERGY CO 845467-10-9 SWN	31.94	27.000	862.38	1,065.38
SPDR S&P 500 ETF TRUST 78462F-10-3 SPY	125.50	213.000	26,731.50	24,324.58
TARGET CORP 87612E-10-6 TGT	51.22	55.000	2,817.10	2,607.66
TD AMERITRADE HOLDING CORPORATION 87236Y-10-8 AMTD	15.65	91.000	1,424.15	1,411.54
THE ESTEE LAUDER COMPANIES INC CL A 518439-10-4 EL	112.32	18.000	2,021.76	1,823.86
TIME WARNER INC NEW 887317-30-3 TWX	36.14	251.000	9,071.14	6,804.15
TYCO INTERNATIONAL LTD H89128-10-4 TYC	46.71	80.000	3,736.80	3,165.31
UNITEDHEALTH GROUP INC 91324P-10-2 UNH	50 68	70.000	3,547.60	2,938.42
UNITED TECHNOLOGIES CORP 913017-10-9 UTX	73.09	105.000	7,674.45	6,251.82
US BANCORP DEL 902973-30-4 USB	27.05	115.000	3,110.75	2,977.87

	Price	Quantity	Value	Adjusted Tax Cost Original Cost
US Large Cap Equity				
VERIZON COMMUNICATIONS INC 92343V-10-4 VZ	40.12	130.000	5,215.60	4,147.71
VERTEX PHARMACEUTICALS INC 92532F-10-0 VRTX	33 21	45 000	1,494.45	1,411.27
WELLS FARGO & CO 949746-10-1 WFC	27.56	321.000	8,846.76	8,140.13
WILLIAMS COMPANIES INC 969457-10-0 WMB	33.02	116.000	3,830.32	3,524.45
XILINX CORP 983919-10-1 XLNX	32.06	104.000	3,334.24	3,105.70
YUM BRANDS INC 988498-10-1 YUM	59.01	110.000	6,491.10	3,946.48
Total US Large Cap Equity			**$904,905.36**	**$844,247.28**
US Mid Cap Equity				
ISHARES RUSSELL MIDCAP INDEX FUND 464287-49-9 IWR	98.42	128.000	12,597.76	9,554.01
ISHARES S&P MIDCAP 400 INDEX FUND 464287-50-7 IJH	87.61	1,085.000	95,056.85	94,740.44
JPM MARKET EXPANSION INDEX FD - SEL 4812C1-63-7 PGMI X	9 67	10,124.611	97,904.99	65,000.00
Total US Mid Cap Equity			**$205,559.60**	**$169,294.45**

	Price	Quantity	Value	Adjusted Tax Cost Original Cost
EAFE Equity				
HSBC BREN EAFE 06/13/12 10%BUFFER-2 XLEV- 8.38%CAP 16.76%MAXRTRN INITIAL LEVEL-05/27/11.SX5E:2819.40 UKX.5938.87 TPX:824.9 4042K1-JM-6	85.21	40,000.000	34,084 00	40,000.00
JPM INTL VALUE FD - SEL 4812A0-56-5 JIES X	11.21	12,933.408	144,983.50	118,728.51
MANNING & NAPIER FUND INC WORLD OPPORTUNITIES SERIES FUND 563821-54-5 EXWA X	6.63	18,499.489	122,651.61	145,000.00
SG BREN EAFE 04/18/12 10%BUFFER-2 XLEV- 8.17%CAP 16.34%MAXRTRN INITIAL LEVEL-4/1/11.SX5E.2962.92 UKX.6009.92 TPX:862.62 78423A-N7-3	84.84	50,000.000	42,420.00	50,000.00
Total EAFE Equity			**$344,139.11**	**$353,728.51**
Asia ex-Japan Equity				
MATTHEWS PACIFIC TIGER INSTL FUND 577130-83-4 MIPT X	20.32	6,462.977	131,327.69	100,000.00
T ROWE PRICE INTERNATIONAL FUNDS INC NEW ASIA FUND 77956H-50-0 PRAS X	13.91	4,930.163	68,578.57	85,000.00
Total Asia ex-Japan Equity			**$199,906.26**	**$185,000.00**

	Price	Quantity	Value	Adjusted Tax Cost Original Cost
Emerging Market Equity				
VANGUARD MSCI EMERGING MARKETS ETF 922042-85-8 VWO	38.21	1,554.000	59,378.34	61,055.42
TOTAL EQUITY			1,713,888.67	1,613,325.66

Alternative Assets Detail

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
EATON VANCE MUT FDS TR GLOBAL MACRO - I 277923-72-8 EIGM X	9.82	2,403.846	23,605.77	24,566.40

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
JPM RESEARCH MARKET NEUTRAL FD - SEL 48121A-71-2 JMNS X	14.32	5,508.749	78,885.29	85,000.00
Total Hedge Funds			$102,491.06	$109,566.40

	Quantity/Original Commitment Amount	Cost/Net Capital Called Since Inception	Estimated Value
Real Estate & Infrastructure			
JPM US REAL ESTATE FD - SEL 4812C0-61-3 SUIE X	4,694.84	80,000.00	76,009.39

	Price	Quantity	Estimated Value	Cost
Hard Assets				
POWERSHARES DB COMMODITY INDEX TRACKING FUND 73935S-10-5 DBC	26.84	3,071.000	82,425.64	85,104
SPDR GOLD TRUST 78463V-10-7 GLD	151.99	495.000	75,235.05	44,828.44

US Fixed Income

	Price	Quantity	Value	Adjusted Tax Cost Original Cost
ISHARES BARCLAYS TIPS BOND FUND 464287-17-6	116.69	1,133.00	132,209.77	113,725.61
JPM STR INC OPP FD 4812A4-35-1	11.33	10,442.57	118,314.33	110,000.00
EATON VANCE MUT FDS TR FLT RT CL I 277911-49-1	8.81	20,672.78	182,127.15	160,000.00
JPM HIGH YIELD FD - SEL 4812C0-80-3	7.62	22,752.15	173,371.35	176,267.48
JPM SHORT DURATION BOND FD - SEL 4812C1-33-0	10 85	56,316.14	616,661.70	604,835.31

				Adjusted Tax Cost
	Price	Quantity	Value	Original Cost
US Fixed Income				
VANGUARD FI SECS F INTR TRM CP PT FUND 71 922031-88-5	9.99	11,655.01	116,433.57	100,000.00
Total US Fixed Income			**$1,339,117.87**	**$1,264,828.40**
Complementary Structured Strategies				
JPM BREN ASIA V EUR DIGIPLUS 3/1/12 EUR VS KRW, IDR, SGD BUFFER 5%, MAX LOSS 100% STRIKE 100% CPN 16.75% (AT LEAST 15%) DD 02/26/10 48124A-HU-4	116.03	30,000.00	34,809.00	30,000.00
Foreign Exchange & Non-USD Fixed Income				
JPM INTL CURRENCY INCOME FD 4812A3-29-6	10.83	9,178.26	99,400.56	104,831.34
DREYFUS/LAUREL FDS TR PRM EMRGN MK I 261980-49-4	13.16	3,131.52	41,210.86	45,000.00
Total Foreign Exchange & Non-USD Fixed Income			**$140,611.42**	**$149,831.34**

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
DB POWERSHARES K-1	23.
JP MORGAN - INTEREST	44.
JP MORGAN - OID INCOME	345.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	412.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
JP MORGAN	85,302.	0.	85,302.
TOTAL TO FM 990-PF, PART I, LN 4	85,302.	0.	85,302.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
JP MORGAN - NON-DIVIDEND DISTRIBUTIONS	290.	290.	
TOTAL TO FORM 990-PF, PART I, LINE 11	290.	290.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEES	4,400.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	4,400.	0.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	11,783.	11,783.		0.
TO FORM 990-PF, PG 1, LN 16C	11,783.	11,783.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL & LOCAL TAXES	6,120.	0.		0.
FOREIGN TAX WITHHELD	1,614.	1,614.		0.
STATE & LOCAL TAXES	15.	0.		0.
TAX PAYMENTS	5,500.	0.		0.
TO FORM 990-PF, PG 1, LN 18	13,249.	1,614.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	165.	0.		0.
BANK FEES	178.	0.		0.
MISC DEDUCTIONS - DB POWERSHARES	464.	0.		0.
TO FORM 990-PF, PG 1, LN 23	807.	0.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
JP MORGAN - SEE STATEMENT	1,613,326.	1,713,889.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,613,326.	1,713,889.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
JP MORGAN BOND FUNDS - SEE STATEMENT	FMV	1,264,829.	1,339,118.
JP MORGAN STRUCTURED INVESTMENTS - SEE STATEMENT	FMV	30,000.	34,809.
JP MORGAN OTHER INVESTMENTS - SEE STATEMENT	FMV	149,831.	140,611.
JP MORGAN - HEDGE FUNDS	FMV	109,566.	102,491.
JP MORGAN - REAL ESTATE & INFRASTRUCTURE	FMV	80,000.	76,009.
JP MORGAN - HARD ASSETS & SPDR GOLD TRUST	FMV	44,828.	75,235.
INVESTMENT IN DB POWERSHARES	FMV	85,104.	82,426.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,764,158.	1,850,699.

FORM 990-PF OTHER LIABILITIES STATEMENT 10

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAX PAYABLE	5,440.	26,374.
TOTAL TO FORM 990-PF, PART II, LINE 22	5,440.	26,374.

THE MICK FOUNDATION
Account Number: A 22677-00-8

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Covered								
MOTOROLA MOBILITY HOLDINGS INC	620097105	50 000	02/16/11	03/30/11	1,218.98	1,480.56	-261.58	
SCHLUMBERGER LTD	806857108	15.000	03/18/11	05/04/11	1,259 44	1,289.93	-30.49	
EXXON MOBIL CORP	30231G102	10.000	01/26/11	05/05/11	831 26	795.82	35.44	
ANADARKO PETROLEUM CORP	032511107	15.000	01/10/11	05/12/11	1,103.87	1,113.47	-9.60	
SANDISK CORP	80004C101	10.000	03/30/11	06/14/11	432.55	452.85	-20.30	
LAM RESEARCH CORP	512807108	4.000	01/25/11	07/07/11	177.77	210.38	-32.61	
LAM RESEARCH CORP	512807108	4 000	01/25/11	07/07/11	179.68	210.38	-30.70	
LAM RESEARCH CORP	512807108	1.000	01/25/11	07/08/11	44.17	52.60	-8.43	
LAM RESEARCH CORP	512807108	1.000	01/25/11	07/08/11	44.17	52.60	-8.43	
LAM RESEARCH CORP	512807108	1.000	01/25/11	07/08/11	44.12	52.60	-8.48	
XILINX CORP	983919101	17.000	03/16/11	07/27/11	549.17	545.59	3.58	
XILINX CORP	983919101	4.000	03/16/11	07/27/11	128.77	128.37	.40	
TIME WARNER INC NEW	887317303	25.000	05/04/11	08/03/11	815.09	916.38	-101.29	
LENNAR CORP	526057104	15.000	02/22/11	08/04/11	238.41	301.08	-62.67	
FIFTH THIRD BANCORP	316773100	125.000	Vanous	08/09/11	1,283.71	1,827.93	-544.22	
ADOBE SYSTEMS INC	00724F101	70.000	Vanous	08/11/11	1,616.29	2,417.73	-801.44	
CONSTELLATION ENERGY GROUP INC	210371100	6.000	04/13/11	08/12/11	214.21	199.83	14.38	
STATE STREET CORP	857477103	1.000	01/14/11	08/12/11	35.87	49.87	-14.00	
STATE STREET CORP	857477103	3.000	01/14/11	08/12/11	105.85	149.60	-43.75	
STATE STREET CORP	857477103	3.000	01/14/11	08/12/11	105.56	149.60	-44.04	
STATE STREET CORP	857477103	1.000	01/14/11	08/12/11	34.99	49.87	-14.88	
STATE STREET CORP	857477103	4.000	01/14/11	08/12/11	139.26	199.47	-60.21	
CONSTELLATION ENERGY GROUP INC	210371100	10 000	04/13/11	08/15/11	368.27	333.05	35.22	

THE MICK FOUNDATION
Account Number: A 22677-00-8

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Covered								
STATE STREET CORP	857477103	3.000	01/14/11	08/15/11	104.63	149.61	-44 98	
CONSTELLATION ENERGY GROUP INC	210371100	7.000	04/13/11	08/16/11	258.44	233.13	25.31	
CONSTELLATION ENERGY GROUP INC	210371100	8.000	04/13/11	08/17/11	299.64	266.44	33.20	
CONSTELLATION ENERGY GROUP INC	210371100	4.000	04/13/11	08/18/11	145.60	133.22	12.38	
FLUOR CORP	343412102	6.000	02/14/11	08/18/11	336.95	447.02	-110.07	
LAM RESEARCH CORP	512807108	10.000	01/25/11	08/18/11	363.89	525.96	-162.07	
3M CO	88579Y101	7.000	02/16/11	08/18/11	545.01	648.11	-103.10	
HOLLYFRONTIER CORPORATION	436106108	10.000	Various	08/19/11	673.10	717.02	-43.92	
LAM RESEARCH CORP	512807108	29.000	Various	08/25/11	1,060.36	1,494.43	-434.07	
PEPSICO INC	713448108	10.000	05/04/11	09/09/11	599.65	697.48	-97.83	
BECTON DICKINSON & CO	075887109	20.000	04/21/11	09/16/11	1,546.73	1,679.60	-132.87	
3M CO	88579Y101	9.000	Various	09/16/11	723.35	824.69	-101.34	
PEPSICO INC	713448108	10.000	05/04/11	09/19/11	605.87	697.48	-91.61	
BROADCOM CORP CL A	111320107	15.000	03/23/11	09/20/11	544.31	594.14	-49.83	
CAMERON INTERNATIONAL CORPORATION	13342B105	12.000	03/10/11	09/20/11	606.81	700.42	-93.61	
XILINX CORP	983919101	14 000	03/16/11	09/20/11	425.17	449.31	-24.14	
CARNIVAL CORPORATION	143658300	20.000	02/22/11	09/22/11	623.63	844.08	-220.45	
FLUOR CORP	343412102	29.000	Various	09/22/11	1,419.15	2,088.54	-669.39	
E I DU PONT DE NEMOURS & CO	263534109	15.000	08/05/11	09/28/11	626.02	718.11	-92.09	
E I DU PONT DE NEMOURS & CO	263534109	10.000	08/09/11	09/29/11	412.86	449.87	-37.01	
HOLLYFRONTIER CORPORATION	436106108	28.000	07/15/11	09/29/11	701.13	1,002.07	-300.94	
CONOCOPHILLIPS	20825C104	24.000	Various	10/06/11	1,526.29	1,600.01	-73.72	
MORGAN STANLEY	617446448	35.000	09/22/11	10/17/11	528.66	443.74	84.92	

THE MICK FOUNDATION
Account Number: A 22677-00-8

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Covered								
VERIFONE SYSTEMS, INC	92342Y109	25.000	04/18/11	10/25/11	1,000.47	1,303.70	-303.23	
PUBLIC SERVICE ENTERPRISE GROUP	744573106	40.000	Various	10/28/11	1,359.22	1,279.76	79.46	
BROADCOM CORP CL A	111320107	30.000	Various	11/01/11	1,039.27	1,123.67	-84.40	
NOVELLUS SYSTEMS INC	670008101	25.000	06/15/11	11/01/11	839.42	852.20	-12.78	
MONSANTO CO	61166W101	15.000	07/27/11	11/02/11	1,080.59	1,112.65	-32.06	
DENDREON CORP	24823Q107	55.000	01/28/11	11/03/11	373.75	1,936.28	-1,562.53	
COLGATE PALMOLIVE CO	194162103	12.000	07/11/11	11/09/11	1,053.38	1,062.28	-8 90	
TE CONNECTIVITY LTD	H84989104	35.000	04/14/11	12/05/11	1,122.90	1,205.05	-82.15	
SPECTRA ENERGY CORPORATION W/I	847560109	80.000	Various	12/12/11	2,330.20	1,997.50	332.70	
NOVELLUS SYSTEMS INC	670008101	30.000	Various	12/15/11	1,235.15	899.69	335.46	
ST JUDE MEDICAL INC	790849103	35.000	06/02/11	12/21/11	1,172.36	1,733.29	-560.93	
Total Short Term Covered					**38,255.42**	**44,890.11**	**-6,634.69**	

THE MICK FOUNDATION
Account Number. A 22677-00-8

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Non Covered								
MICROSOFT CORP	594918104	25.000	02/01/10	01/25/11	705.48	708.66	-3.18	
QUALCOMM INC	747525103	5.000	03/24/10	01/25/11	255.76	200.70	55.06	
TD AMERITRADE HOLDING CORPORATION	87236Y108	30.000	Various	01/25/11	601.53	506.24	95.29	
QUALCOMM INC	747525103	15.000	03/24/10	01/27/11	818.03	602.11	215.92	
ABBOTT LABORATORIES	002824100	5 000	04/16/10	01/28/11	227.94	260.92	-32.98	
ALEXION PHARMACEUTICALS INC	015351109	5.000	09/10/10	01/28/11	415.90	297.85	118.05	
CELGENE CORPORATION	151020104	5.000	05/21/10	01/28/11	261.99	278.90	-16 91	
INTERNATIONAL BUSINESS MACHINES CORP	459200101	5.000	04/28/10	02/03/11	815.85	649.00	166.85	
BARC ASIA BREN 05/26/11 (10%BUFFER-2XLEV-9.05%CAP-18.1%MAXPYMT) INITIAL LEVEL-ASIA BASKET:05/07/10: 100	06740LTC9	55,000.000	05/07/10	02/07/11	64,020.00	55,000.00	9,020.00	
CELGENE CORPORATION	151020104	10.000	05/21/10	02/11/11	519.09	557.79	-38.70	
CISCO SYSTEMS INC	17275R102	50.000	Various	02/11/11	938.92	1,043.09	-104.17	
SOUTHERN CO	842587107	25.000	07/02/10	03/11/11	956.97	838.86	118.11	
NOVELLUS SYSTEMS INC	670008101	10.000	03/25/10	03/16/11	349.08	254.64	94.44	
QUALCOMM INC	747525103	5.000	03/24/10	03/16/11	255.23	200.70	54.53	
NOVELLUS SYSTEMS INC	670008101	65.000	03/25/10	03/23/11	2,299.35	1,655.18	644.17	
GOLDMAN SACHS TRUST HIGH YIELD FUND INSTITUTIONAL SHS	38141W679	1,160.278	Various	03/30/11	8,586.05	8,321.46	264.59	
ALEXION PHARMACEUTICALS INC	015351109	5.000	09/10/10	04/01/11	491.84	297.85	193.99	
WELLPOINT INC	94973V107	15.000	08/09/10	04/08/11	1,029.79	831.33	198.46	
EOG RESOURCES INC	26875P101	10 000	04/12/10	04/11/11	1,134.68	1,068.03	66.65	

THE MICK FOUNDATION
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Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Non Covered								
SPDR S&P 500 ETF TRUST	78462F103	642.000	Various	04/12/11	84,513.89	69,515.65	14,998.24	
NATIONAL-OILWELL VARCO INC	637071101	25.000	11/23/10	04/13/11	1,875.50	1,516.75	358.75	
ALEXION PHARMACEUTICALS INC	015351109	15.000	08/11/10	04/14/11	1,510.35	818.16	692.19	
PFIZER INC	717081103	25.000	11/02/10	04/26/11	504.23	435.61	68.62	
DEVON ENERGY CORP	25179M103	15.000	Various	05/03/11	1,311.85	1,047.03	264.82	
EXXON MOBIL CORP	30231G102	15.000	Various	05/05/11	1,246.88	1,026.92	219.96	
APACHE CORP	037411105	10.000	10/20/10	05/12/11	1,232.44	1,029.69	202.75	
BAKER HUGHES INC	057224107	15.000	12/07/10	05/12/11	1,044.20	827.73	216.47	
EXXON MOBIL CORP	30231G102	45.000	Various	05/12/11	3,609.57	3,050.74	558.83	
DOW CHEMICAL CO	260543103	40.000	11/19/10	05/17/11	1,468.81	1,265.74	203.07	
DOW CHEMICAL CO	260543103	70.000	Various	05/18/11	2,577.36	1,977.11	600.25	
CISCO SYSTEMS INC	17275R102	25.000	11/12/10	05/25/11	403.39	503.66	-100.27	
SPDR S&P 500 ETF TRUST	78462F103	325.000	06/08/10	06/01/11	43,042.56	34,466.51	8,576.05	
SANDISK CORP	80004C101	30.000	11/23/10	06/14/11	1,297.65	1,290.71	6.94	
CITRIX SYSTEMS INC	177376100	20.000	12/14/10	07/11/11	1,581.88	1,373.85	208.03	
DEVON ENERGY CORP	25179M103	10.000	10/14/10	07/15/11	791.33	677.02	114.31	
EOG RESOURCES INC	26875P101	15.000	10/20/10	07/15/11	1,515.39	1,504.56	10.83	
HONEYWELL INTERNATIONAL INC	438516106	10.000	10/22/10	07/27/11	540.87	469.41	71.46	
BAKER HUGHES INC	057224107	11.000	11/23/10	08/03/11	787.26	540.36	246.90	
FREEPORT-MCMORAN COPPER & GOLD INC CL B	35671D857	10.000	09/21/10	08/03/11	501.61	410.86	90.75	
MASTERCARD INC - CLASS A	57636Q104	3.000	12/01/10	08/03/11	1,006.02	733.98	272.04	
BAKER HUGHES INC	057224107	15.000	11/23/10	08/04/11	994.24	736.86	257.38	
LENNAR CORP	526057104	50.000	11/04/10	08/04/11	794.71	774.46	20.25	

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Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Non Covered								
BAKER HUGHES INC	057224107	14.000	11/23/10	08/05/11	919.49	687.74	231.75	
FREEPORT-MCMORAN COPPER & GOLD INC CL B	35671D857	10.000	09/21/10	08/05/11	466.36	410.85	55.51	
JPM SHORT DURATION BOND FD - SEL	4812C1330	7,246.377	12/15/10	08/10/11	80,000.00	79,420.29	579.71	
STATE STREET CORP	857477103	30 000	10/14/10	08/15/11	1,046.33	1,190.01	-143.68	
3M CO	88579Y101	25.000	11/12/10	09/16/11	2,009.29	2,159.05	-149.76	
XILINX CORP	983919101	1.000	12/22/10	09/20/11	30.37	28.60	1.77	
CITIGROUP INC NEW	172967424	17.592	Various	09/21/11	481.94	802.75	-320.81	
CITIGROUP INC NEW	172967424	2.326	11/10/10	09/22/11	55.65	103.00	-47.35	
JPM SHORT DURATION BOND FD - SEL	4812C1330	965.302	12/15/10	09/27/11	10,618.32	10,579.71	38.61	
SEMPRA ENERGY	816851109	30.000	12/29/10	12/09/11	1,577.90	1,571.72	6.18	
Total Short Term Non Covered					**336,041.12**	**296,520.40**	**39,520.72**	
TOTAL SHORT TERM					374,296.54	341,410.51	32,886.03	

THE MICK FOUNDATION
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Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
COST BASIS ALLOC. RATE 0.000354471								
PHILIP MORRIS INTERNATIONAL	718172109	15.000	08/05/93	01/05/11	881.44	121.36	760.08	
PARKER-HANNIFIN CORP	701094104	10.000	07/08/09	01/10/11	867.60	398.18	469.42	
PHILIP MORRIS INTERNATIONAL	718172109	30.000	08/05/93	01/10/11	1,685.40	242.73	1,442.67	
MERCK AND CO INC	58933Y105	15.000	09/14/09	01/14/11	512.66	491.13	21.53	
MERCK AND CO INC	58933Y105	20.000	09/14/09	01/25/11	668.86	654.85	14.01	
APACHE CORP	037411105	15.000	01/04/08	01/27/11	1,758.26	1,647.00	111.26	
ABBOTT LABORATORIES	002824100	10.000	11/08/06	01/28/11	455.89	473.96	-18.07	
STARWOOD HOTELS & RESORTS	85590A401	20.000	05/06/09	01/28/11	1,172.36	419.02	753.34	
COST BASIS ALLOC. RATE 0.000336685								
INTERNATIONAL BUSINESS MACHINES CORP	459200101	5.000	09/11/96	02/03/11	815.84	147.47	668.37	
HSBC 18M SPX MKT PLS NOTE 02/10/11 (70% CONTIN BARRIER-2.5%PMT-UNCAPED) INITIAL LEVEL-SPX:08/07/09: 1010.48	4042K0YN9	40,000.000	08/07/09	02/10/11	52,214.79	40,000.00	12,214.79	
CELGENE CORPORATION	151020104	5.000	10/22/08	02/11/11	259.55	264.53	-4.98	
CISCO SYSTEMS INC	17275R102	25.000	07/22/09	02/11/11	469.46	538.49	-69.03	
INTERNATIONAL BUSINESS MACHINES CORP	459200101	28.000	09/11/96	02/16/11	4,573.40	825.84	3,747.56	
SYSCO CORP	871829107	50.000	05/02/08	02/22/11	1,419.54	1,580.69	-161.15	
COST BASIS ALLOC. RATE 0.000281236								
JUNIPER NETWORKS INC	48203R104	15.000	09/09/09	03/03/11	652.90	391 78	261.12	
MORGAN STANLEY	617446448	35.000	Vanous	03/07/11	990.33	1,098.97	-108.64	

THE MICK FOUNDATION
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Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
SOUTHERN CO	842587107	50.000	Various	03/11/11	1,913.93	1,495.93	418.00	
QUALCOMM INC	747525103	5.000	01/14/08	03/16/11	255.23	200.35	54.88	
OCCIDENTAL PETROLEUM CORP	674599105	10.000	01/06/10	03/18/11	996.81	836.58	160.23	
BARC SPX MKT PLS NOTE 03/31/11 (85% CONTIN BARRIER-3.75%PMT-UNCAPPED) INITIAL LEVEL-SPX:09/25/09: 1044.38	06739JXK4	30,000.000	09/25/09	03/31/11	37,635.44	30,000.00	7,635.44	
GOLDMAN SACHS TRUST HIGH YIELD FUND INSTITUTIONAL SHS	38141W679	14,223.651	Various	03/30/11	105,255.02	72,797.41	32,457.61	
COST BASIS ALLOC. RATE 0.000319228								
APACHE CORP	037411105	5.000	01/04/08	04/08/11	653.50	549.00	104.50	
APACHE CORP	037411105	5.000	01/04/08	04/11/11	638.92	549.00	89.92	
FREEPORT-MCMORAN COPPER & GOLD INC CL B	35671D857	5.000	01/10/08	04/11/11	280.64	239.00	41.64	
FREEPORT-MCMORAN COPPER & GOLD INC CL B	35671D857	10.000	01/10/08	04/13/11	532.76	478.00	54.76	
GOOGLE INC CL A	38259P508	5 000	Various	04/18/11	2,622.51	1,485.91	1,136.60	
PFIZER INC	717081103	70.000	Various	04/26/11	1,411.83	1,263.13	148.70	
PROCTER & GAMBLE CO	742718109	25.000	Various	04/26/11	1,597.63	1,765.25	-167.62	
COST BASIS ALLOC. RATE 0.000333782								
STAPLES INC	855030102	50.000	Various	05/23/11	832.98	1,195.44	-362.46	

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Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
BARC EAFE NOTE 05/27/11 (80%KO BAR -0%CPN-7%CAP) INITIAL LEVEL- 4/23/10: SX5E:2918.11 UKX:978.20 TPX:5723.65	06740LPM1	40,000.000	04/23/10	05/27/11	40,000.00	40,000.00	.00	
CISCO SYSTEMS INC	17275R102	125.000	07/17/96	05/25/11	2,016.93	744.81	1,272.12	
CITIGROUP INC NEW	172967424	0.500	00/00/00	05/06/11	20.12	.00	20.12	
ABBOTT LABORATORIES	002824100	30.000	11/08/06	05/27/11	1,543.57	1,421.89	121.68	
ISHARES BARCLAYS TIPS BOND FUND	464287176	677.000	Various	06/01/11	74,761.97	68,332.53	6,429.44	
ISHARES RUSSELL MIDCAP INDEX FUND	464287499	627.000	Various	06/01/11	68,737.62	47,350.86	21,386.76	
COST BASIS ALLOC. RATE 0.000321858								
BANK OF AMERICA CORP	060505104	100.000	Various	06/13/11	1,082.51	2,729.42	-1,646.91	
BANK OF AMERICA CORP	060505104	25.000	09/30/03	06/13/11	269.77	681.86	-412.09	
MARVELL TECHNOLOGY GROUP LTD	G5876H105	100 000	Various	06/14/11	1,428.71	2,051.58	-622.87	
ADVANCED AUTO PARTS INC	00751Y106	30.000	Various	06/14/11	1,717.29	1,060.03	657.26	
QWEST COMMUNICATIONS INTERNATIONAL INC REPRESENTS PRO RATA SHARE OF THE NET SETTLEMENT FROM THE QWEST COMMUNICATIONS INTERNATIONA CLASS	749121109		00/00/00	07/07/11	35.59	.00	35.59	
COST BASIS ALLOC. RATE 0.000327575								
GENERAL ELECTRIC CO	369604103	150.000	06/24/10	07/12/11	2,789.76	2,302.28	487.48	

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Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
DEVON ENERGY CORP	25179M103	10.000	05/12/10	07/15/11	791.34	697.73	93.61	
EOG RESOURCES INC	26875P101	3.000	03/18/10	07/15/11	303.08	280.30	22.78	
GS 98% PP BRIC BASKET 07/25/11 BRL,RUB,INR,CNY VS USD MAX RETURN 24.70% UPSIDE PART 178% DD 07/17/09	38143UDB4	20,000.000	07/17/09	07/25/11	23,913.34	21,196.80	2,716.54	
ABBOTT LABORATORIES	002824100	9.000	11/08/06	07/21/11	474.83	426.57	48.26	
QUALCOMM INC	747525103	13.000	01/14/08	07/21/11	734.23	520.89	213.34	
PEPSICO INC	713448108	10.000	01/09/08	07/25/11	642.65	789.13	-146.48	
ABBOTT LABORATORIES	002824100	15.000	11/08/06	07/27/11	777.58	710.95	66.63	
HONEYWELL INTERNATIONAL INC	438516106	5.000	03/19/10	07/27/11	270.44	219.15	51.29	
PFIZER INC	717081103	38.000	09/14/09	07/27/11	737.95	620.54	117.41	
FREEPORT-MCMORAN COPPER & GOLD INC CL B	35671D857	5.000	01/10/08	08/03/11	250.80	239.00	11.80	
TIME WARNER INC NEW	887317303	5.000	02/08/08	08/03/11	163.02	164.79	-1.77	
FREEPORT-MCMORAN COPPER & GOLD INC CL B COST BASIS ALLOC. RATE 0.000292563	35671D857	6.000	04/28/10	08/05/11	279.81	227.81	52.00	
STAPLES INC	855030102	120.000	Various	08/09/11	1,521.85	2,606.66	-1,084.81	
APACHE CORP	037411105	8.000	Various	08/10/11	794.35	782.49	11.86	

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Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
CME GROUP INC CLASS A COMMON STOCK	12572Q105	6.000	Various	08/10/11	1,506.59	1,730.10	-223.51	
WALT DISNEY CO	254687106	47.000	01/09/08	08/10/11	1,450.55	1,429.85	20.70	
WALT DISNEY CO	254687106	14.000	Various	08/12/11	463.86	289.15	174.71	
PRUDENTIAL FINANCIAL INC	744320102	6.000	Various	08/12/11	310.12	296.95	13.17	
APACHE CORP	037411105	17.000	Various	08/16/11	1,768.84	1,149.25	619.59	
BB & T CORP	054937107	31.000	Various	08/16/11	643.01	648.18	-5.17	
BB & T CORP	054937107	24.000	Various	08/16/11	501.90	380.03	121.87	
WALT DISNEY CO COST BASIS ALLOC. RATE 0.000312966	254687106	54.000	Various	08/16/11	1,800.73	964.67	836.06	
PEPSICO INC	713448108	5.000	01/09/08	09/09/11	299.83	394.56	-94.73	
JPM BREN SPX 09/19/11 10%BUFFER-2XLEV-8.4%CAP- 16.80%MAXRTRN INITIAL LEVEL-8/27/10:SPX:1064.59	48124AA56	45,000.000	08/27/10	09/19/11	52,560.00	45,000.00	7,560.00	
PEPSICO INC	713448108	40.000	Various	09/19/11	2,423.48	2,115.51	307.97	
FREEPORT-MCMORAN COPPER & GOLD INC CL B	35671D857	15.000	Various	09/20/11	593.74	519.14	74.60	
CITIGROUP INC NEW	172967424	22.408	Various	09/21/11	613.88	1,020.24	-406.36	
CITIGROUP INC NEW	172967424	17.674	Various	09/22/11	422.86	776.51	-353.65	
GOLDMAN SACHS GROUP INC	38141G104	3.000	04/04/08	09/22/11	277.53	533.14	-255.61	
JPM SHORT DURATION BOND FD - SEL	4812C1330	12,671.062	08/05/09	09/27/11	139,381.68	136,087.20	3,294.48	

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Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
BANK OF AMERICA CORP REPRESENTS PRO RATA SHARE OF THE NET SETTLEMENT FROM THE BANK OF AMERICA CORP CLASS ACTION. DUE A22677008 THE MICK	060505104		00/00/00	10/03/11	11.03	.00	11.03	
CVS CAREMARK CORPORATION	126650100	25.000	07/28/10	09/28/11	859.92	796.44	63.48	
FREEPORT-MCMORAN COPPER & GOLD INC CL B	35671D857	15.000	07/29/09	09/28/11	493.03	415.18	77.85	
BAIDU INC SPONS ADR	056752108	6.000	09/21/10	09/29/11	654.84	552.29	102.55	
E I DU PONT DE NEMOURS & CO	263534109	10.000	09/21/10	09/29/11	412.86	446.73	-33.87	
FREEPORT-MCMORAN COPPER & GOLD INC CL B	35671D857	25.000	Various	09/29/11	787.24	424.29	362.95	
MBNA CORP REPRESENTS PRO RATA SHARE OF THE NET SETTLEMENT FROM THE MBNA CORP CLASS ACTION. DUE A22677008 THE MICK FOUNDATION FUTURE	55262L100		00/00/00	10/05/11	108.90	.00	108.90	
SPRINT NEXTEL CORP	852061100	175.000	08/11/10	09/29/11	550.43	794.50	-244 07	
COACH INC	189754104	29.000	Various	09/30/11	1,494.89	1,218.30	276.59	
COACH INC	189754104	26.000	Various	10/05/11	1,365.93	869.30	496.63	
MASTERCARD INC - CLASS A	57636Q104	2.000	05/05/09	10/05/11	614.01	365.63	248.38	
CONOCOPHILLIPS	20825C104	3.000	01/06/10	10/06/11	190.79	159.02	31.77	

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Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
GS BREN EAFE 10/13/11	38143UNB3	50,000.000	09/24/10	10/13/11	46,335.71	50,000.00	-3,664.29	
14 22%MAXRTRN								
INITIAL LEVEL-9/24/10:SX5E:2792 75								
UKX.5598.48 TPX:838 41								
MS BREN SPX 10/13/11	617482NQ3	50,000.000	09/24/10	10/13/11	50,695.50	50,000.00	695.50	
10%BUFFER-2XLEV-7.03%CAP-								
14.06%MAXRTRN								
INITIAL LEVEL-9/24/10 SPX:1148.67								
COST BASIS ALLOC. RATE 0.000393229								
EOG RESOURCES INC	26875P101	8.000	03/18/10	10/14/11	661.12	747.48	-86.36	
MORGAN STANLEY	617446448	60.000	Various	10/17/11	906.29	1,293.04	-386.75	
NEXTERA ENERGY INC	65339F101	45.000	Various	10/14/11	2,461.69	2,262.52	199.17	
SPRINT NEXTEL CORP	852061100	200.000	07/29/09	10/20/11	544.52	816.82	-272.30	
SPRINT NEXTEL CORP	852061100	100.000	07/29/09	10/21/11	274.96	408.41	-133.45	
VERIZON COMMUNICATIONS INC	92343V104	25.000	07/07/97	10/28/11	937.74	850.35	87.39	
CVS CAREMARK CORPORATION	126650100	40.000	Various	10/31/11	1,456.37	1,028.57	427.80	
E I DU PONT DE NEMOURS & CO	263534109	15.000	Various	11/08/11	735.79	649.60	86.19	
NORFOLK SOUTHERN CORP	655844108	30.000	10/27/05	11/08/11	2,199.84	1,186.18	1,013.66	
COST BASIS ALLOC. RATE 0.000305557								
KELLOGG CO	487836108	25.000	11/10/10	11/28/11	1,215.30	1,215.57	-.27	
VANGUARD MSCI EMERGING MARKETS ETF	922042858	2,602.000	09/10/10	11/30/11	106,172.57	111,629.44	-5,456.87	

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Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
BARC BREN SPX 12/7/11 10%BUFFER-2XLEV-6.15%CAP- 12.3%MAXRTRN INITIAL LEVEL- 11/19/10 SPX: 1199 73	06740PN44	95,000.000	11/19/10	12/07/11	98,956.37	95,000.00	3,956.37	
AMERICAN EXPRESS CO	025816109	25.000	11/02/10	12/05/11	1,223.26	1,058.90	164.36	
COST BASIS ALLOC. RATE 0.000316820 SCHERING-PLOUGH CORP REPRESENTS PRO RATA SHARE OF THE NET SETTLEMENT FROM THE SCHERING-PLOUGH CORP CLASS ACTION. DUE A22677008 THE MICK FOUNDATION	806605101		00/00/00	12/21/11	235.31	.00	235.31	
Total Long Term Non Covered					**977,659.40**	**875,535.94**	**102,123.46**	